

Hearing Date: March 22, 2007
Hearing Time: 10:00 a.m. (Prevailing Eastern Time)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**DEBTORS' OMNIBUS REPLY IN SUPPORT OF DEBTORS' EIGHTH
OMNIBUS OBJECTION (PROCEDURAL) PURSUANT TO 11 U.S.C. §
502(b) AND FED. R. BANKR. P. 3007 TO CERTAIN (A) DUPLICATE AND
AMENDED CLAIMS, (B) CLAIMS DUPLICATIVE OF CONSOLIDATED
TRUSTEE CLAIM, (C) EQUITY CLAIMS, AND (D) PROTECTIVE CLAIMS**

Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"),¹ hereby submit this omnibus reply in support of the Debtors' Eighth Omnibus Objection (Procedural) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate And Amended Claims, (B) Claims Duplicative Of Consolidated Trustee Claim, (C) Equity Claims, And (D) Protective Claims (the "Eighth Omnibus Claims Objection"), and respectfully represent as follows:

1. The Debtors filed the Eighth Omnibus Claims Objection on February 15, 2007 seeking to disallow and expunge certain "Claims," as that term is defined in 11 U.S.C. § 101(5), because such Claims (a) are duplicative of other Claims or have been amended or superseded by later filed Claims, (b) are duplicative of the aggregate liability asserted by two different Claims or have been amended or superseded by two different Claims, and are survived by such two different Claims, (c) were filed by an individual noteholder and are duplicative of the consolidated proof of claim filed on its behalf by Wilmington Trust Company, (d) were filed by holders of Delphi common stock solely on account of their stock holdings, (e) were filed by holders of Delphi common stock solely on account of their stock holdings and were untimely-filed pursuant to the Bar Date Order, and (f) are merely protective in nature. The Debtors sent to each claimant whose proof of claim is subject to an objection pursuant to the Eighth Omnibus Claims Objection a personalized Notice Of Objection To Claim, which specifically identified such claimant's proof of claim that is subject to an objection and the basis for such objection.

¹ Capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Eighth Omnibus Claims Objection.

Responses to the Eighth Omnibus Claims Objection were due by 4:00 p.m. (prevailing Eastern time) on March 15, 2007.

2. As of March 21, 2007 at 12:00 p.m. (prevailing Eastern time), the Debtors had received six timely-filed formal responses to the Eighth Omnibus Claims Objection (collectively, the "Responses"). A chart summarizing each of the Responses by respondent is attached hereto as Exhibit A. The six Responses were filed by holders of 15 Claims. As set forth on Exhibit A hereto, the Debtors have agreed to adjourn to a future date the claims hearing with respect to the 15 Claims for which Responses were filed. The revised proposed order, a copy of which is attached hereto as Exhibit B (the "Revised Order"),² reflects the adjournment of the hearings with respect to the claims for which Responses were filed.

3. Pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections to Claims (Docket No. 6089) (the "Claims Objection Procedures Order"), the hearing with respect to each of the Claims for which a Response was filed will be adjourned to a sufficiency hearing or claims objection hearing, as appropriate, to determine the disposition of each such Claim. The Revised Order reflects the adjournment of Claims for which Responses were received to a future hearing date pursuant to the Claims Objection Procedures Order.

4. In addition to the Responses, the Debtors also received informal letters, e-mails, and telephone calls from various parties requesting clarification of the relief requested in

² Attached hereto as Exhibit C is a copy of the Revised Order marked to show revisions to the form of proposed order that was submitted with the Eighth Omnibus Claims Objection.

the Eighth Omnibus Claims Objection (the "Informal Responses"). Certain of these respondents requested that the Debtors reverse the "Surviving Claim" and the "Claim To Be Expunged" listed on Exhibit A to the Eighth Omnibus Claims Objection. The proposed exhibits to the Revised Order reflect the resolutions agreed to regarding each of these Informal Responses.

5. Except for those Claims for which a hearing has been adjourned to a future hearing date, the Debtors believe that the Revised Order adequately addresses the concerns of the respondents. Thus, the Debtors request that the Court grant the relief requested by the Debtors and enter the Revised Order.

WHEREFORE the Debtors respectfully request that this Court enter an order (a) sustaining the Eighth Omnibus Claims Objection, subject to the modifications reflected in the Revised Order, (b) adjourning the hearing with respect to all Claims as to which a Response was filed pursuant to the Claims Objection Procedures Order, and (c) granting the Debtors such other and further relief as is just.

Dated: New York, New York
March 21, 2007

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